

UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF ILLINOIS  
Eastern Division

In Re:	)	BK No.: 16-09913
WTE S&S AG Enterprises LLC, an	)	
Wisconsin limited liability company,	)	Chapter: 11
	)	Honorable Donald R. Cassling
	)	
Debtor(s)	)	

**INTERIM ORDER AUTHORIZING CONTINUED INTERIM USE OF  
CASH COLLATERAL AND GRANTING RELATED RELIEF**

THIS MATTER COMING TO BE HEARD upon the Motion of WTE S&S AG Enterprises LLC, Debtor/Debtor-in-Possession herein, For Authority to Use Cash Collateral pursuant to Section 363 of the Bankruptcy Code (the "Motion"); proper notice as required by Rule 4001(b) of the Federal Rules of Bankruptcy Procedure having been provided; State Bank of Chilton, GHD, Inc., a/k/a DVO, Inc., D&D Equipment, Inc. and Endeavor Electric, Inc., ("Objectors") having made certain limited objections to the Debtor's continued use of cash collateral; this Court having determined that the Debtor's use of cash collateral to cover the expenditures set forth on Exhibit A attached hereto is necessary to avoid immediate and irreparable harm to the Debtor's estate pending a final hearing on the Motion; this Court having conducted an evidentiary hearing on October 6, 2017, with respect to the Debtor's continued use of cash collateral as well as with respect to the Debtor's Motion to Authorize Critical Off-Budget Expenditure to Pay Deposit For Clean-Out of Digester; and this Court being fully advised in the premises;

NOW, THEREFORE, IT IS HEREBY ORDERED as follows:

- A) The objections of the Objectors to the Debtor's continued use of cash collateral are overruled;
- B) The Debtor is authorized to use cash collateral on an interim basis during the period November 1, 2017, through December 31, 2017, to the extent set forth on Exhibit A attached hereto;
- C) In return for the Debtor's continued interim use of cash collateral, State Bank of Chilton ("Lender") is granted the following adequate protection for its purported secured interests in property of the Debtor:
  - 1. The Debtor will permit the Lender to inspect, upon reasonable notice, within reasonable hours, the Debtor's books and records;
  - 2. The Debtor shall maintain and pay premiums for insurance to cover all of its assets from fire, theft and water damage;
  - 3. The Debtor shall, upon reasonable request, make available to the Lender evidence of that which constitutes its collateral or proceeds;
  - 4. The Debtor will properly maintain its assets in good repair and properly manage its business;

5. The Lender shall be granted valid, perfected, enforceable security interests in and to Debtor's post-petition assets, including all proceeds and products which are now or hereafter become property of this estate to the extent and priority of its alleged pre-petition liens, if valid, but only to the extent of any diminution in the value of such assets during the period from the commencement of the Debtor's Chapter 11 case through December 31, 2017;

D) The Debtor is authorized to make the expenditures set forth on Exhibit A hereto plus no more than 10% of the total proposed expense payments unless otherwise agreed by the Lender or upon further Order of this Court;

E) Any expenses that are budgeted for payment in one month but are not paid in such month shall be carried over for payment in subsequent months;

F) The Lender reserves its right to review and object to any future fee applications of any of Debtor's retained professionals pursuant to 11 U.S.C. §§ 329, 330, or 331 and FRBP 2002; and

G) A final hearing on the Motion is scheduled before this Court on December 19, 2017 at 10.00 a.m.  
m.

Enter:

*Donald R. Cassling* 

Dated: 10 OCT 2017

United States Bankruptcy Judge

**Prepared by:**

David K. Welch, Esq. (Atty. No. 06183621)  
Arthur G. Simon, Esq. (Atty. No. 03124481)  
Jeffrey C. Dan, Esq. (Atty. No. 06242750)  
Brian P. Welch, Esq. (Atty. No. 6307292)  
Crane, Heyman, Simon, Welch & Clar  
135 South LaSalle Street, Suite 3705  
Chicago, IL 60603  
TEL: (312) 641-6777 FAX: (312) 641-7114

# Exhibit A

Week of	11/6/17	11/13/17	11/20/2017	11/27/2017	12/4/2017	12/11/2017	12/18/2017	12/25/2017
Beginning Cash Balance								
Carbon offsets	\$54,943	\$233,793	\$68,793	\$68,793	\$68,793	\$51,643	\$51,643	\$51,643
Revenue Held by Door County Court	170000							
Recurring WPS (utility) revenue	\$26,000				\$0			
Total Estimate of Cash on Hand	\$250,943	\$233,793	\$68,793	\$68,793	\$68,793	\$51,643	\$51,643	\$51,643
Disbursements								
Operating Expenses								
Engine Maintenance	\$1,000				\$1,000			
Site Maintenance	\$5,000				\$5,000			
Cleanout		\$165,000						
Electricity	\$3,500				\$3,500			
Engine Oil								
Hydrogen Sulfide Medium	\$1,000				\$1,000			
Legal Fees								
Utilities/Phone/Internet								
Internet	\$150				\$150			
Other expenses								
Vessel Port Boring*								
Stack Testing								
Air Permit								
Insurance								
Licenses and Fees								
US Trustee Fee								
Other								
Legal/litigator								
Expert witness								
Tax Prep								
Executive Compensation	\$4,500				\$4,500			
Miscellaneous Supplies	\$2,000				\$2,000			
Total Disbursements	\$17,150	\$165,000	\$0	\$0	\$17,150	\$0	\$0	\$0
Revenue in Excess of Disbursements	\$233,793	\$68,793	\$68,793	\$68,793	\$51,643	\$51,643	\$51,643	\$51,643